Utah Money Management Council

350 N. State Street, Suite 180 P. O. Box 142315 Salt Lake City, Utah 84114-2315 (801) 538-1883 (801) 538-1465 Fax mmcouncil@utah.gov



MONEY MANAGEMENT COUNCIL MEETING THURSDAY OCTOBER 29, 2015 AT THE UTAH STATE TREASURER'S OFFICE 350 NORTH STATE STREET **SUITE 180** 3:00 PM

AGENDA

- 1. VOTE FOR CHAIR AND VICE CHAIR
- 2. APPROVAL OF MINUTES OF SEPTEMBER 17, 2015
- 3. MONTHLY REPORTS
 - A) Division of Securities
 - B) Department of Financial Institutions
 - C) Deposit and Investment report update
- DISCUSSION WITH REPRESENTATIVE FROM OLYMPUS INSURANCE 4. REGARDING SURETY BOND CHANGES
- 5 FIVE YEAR REVIEW OF RULE 11
- 6. OTHER BUSINESS AS NEEDED
- 7. SCHEDULE NEXT MEETING AND ADJOURN

In compliance with the Americans with Disabilities Act, individuals needing special accommodations during this meeting should notify Kathy Wilkey, Administrative Assistant, at Room 180 State Capitol Building, (801) 538-1468.

STATE MONEY MANAGEMENT COUNCIL-MINUTES THURSDAY SEPTEMBER 17, 2015

The regular meeting of the State Money Management Council was held in the Offices of the Utah State Treasurer, 350 North State Street, Suite 180, at 3:00 p.m., Thursday September 17, 2015. In attendance were:

Kirt Slaugh, Vice Chair
John Bond
Doug DeFries
Marina Scott
Ann Pedroza, Staff
Tom Bay, Division of Financial Institutions
Michael Green, Attorney General's Office
Jordan Hansen, Moreton Asset Management
David Damschen, Deputy State Treasurer
David Robertson, Lewis Young and Associates

Minutes of August 20, 2015 Meeting

The minutes of the August 20, 2015 meeting were approved unanimously.

Monthly Reports and Quarterly Reports

Securities Division:

Ms. Black was unable to attend the meeting and provided lists adding one agent from Jeffries and Co., to the Certified Dealers list and deleting the firm of Piper Jaffray and all agents from that same list. On the Certified Investment Advisers list, Zions Capital Advisors added one agent. Council reviewed the lists briefly.

Financial Institutions' Report:

Mr. Bay reviewed the July 1, 2015 quarterly certification of public funds allotments for Qualified Depositories. He informed the Council that there were no significant changes in allotments for any qualified depositories. He noted that American West Bank has been purchased by Banner Bank and the change will be effective on October 2, 2015. He also informed the Council that Lewiston State Bank will be purchased by Bank of American Fork. Council discussed the report briefly.

Mr. Bay reviewed the monthly report with the Council noting that Gunnison Valley Bank is over 90% on usage of their uninsured public funds allotment. He continues to send out a quarterly letter to them reminding them to monitor their usage of the uninsured public funds allotment.

Deposit and Investment report update:

Ms. Pedroza noted that there are 170 entities that have not filed their report. She informed the Council that more reports are being filed by e-mail. The second notice will go out next week.

Acceptance of Reports:

It was motioned and seconded, and all of the above reports were accepted unanimously.

Review Request From a Regional Brokerage Firm to Change Certified Dealer Requirements

Ms. Pedroza informed the Council that the request is submitted by a firm that is considered a regional broker dealer but does not have an office and a resident principal in the State and is not a primary dealer with FRB. He asks the Council to consider change the Act and Rules to allow firms similar to his to be able to sell securities to Utah public entities. Mr. DeFries inquired as to whether or not a public entity has requested that this change would be something they would want. Ms. Pedroza noted that she has not received that request from a public entity. Mr. Hanson from Moreton Asset Management noted that it would help them but that they recognize the need to provide limits. After further discussion, Council agreed that they did not see the need to make a change in how Certified Broker dealers were qualified and asked that a letter be sent to this firm informing him of that.

Discuss response to Utah Local Governments Trust (Tabled Last Month)

Council asked Mr. Green to review his letter and he noted that the Council cannot grant an exemption to the Act, but can accept a plan that is reasonable and if Council feels that if how ULGT is matching their assets is reasonable then it is recommended that Council approve ULGT's plan for a year and then amend the Act. Mr. Green noted that reason that Council can do this is because the statute is not clear and so Council can interpret broader based on past case law. Council discussed this briefly and agreed with the findings and discussed possible language for changes in the Act regarding this issue. Mr. Green offered to put language together. Council then unanimously approved the plan from ULGT for one year ending June 30, 2016.

<u>Discuss with Representative for CUWCD Their Plan to Comply with Section 51-7-23</u> (Tabled Last Month)

Mr. Slaugh noted that in the last meeting there were questions regarding the letter sent in that explained their plan and the securities that were issued and are being held by other water districts. Mr. Robertson is the financial for CUWCD and he explained the background of the bonds and how they were set up with the Council at length. The Council then motioned to approve the plan that was submitted for CUWCD for one year and will address the issue in the Act this session. The motion passed unanimously.

Discuss Memo Draft from Mr. Green on Security Modifier

Mr. Green provided the Council with a memo noting for the Council that using the broad interpretation case law again the Council can interpret the "A or better..." rating to mean regardless of the modifier. Council accepted unanimously the letter as Councils' interpretation of the Act as it relates to security quality.

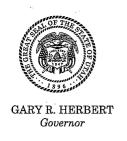
Other Business

There was no other business.

Schedule Next Meeting

The Council then scheduled the next regular meeting for October 22, 2015 at 3:00 p.m. (meeting was changed to October 29, 2015 when Mr. Watkins resigned). With no other business before the Council, they adjourned at 4:24 p.m.





SPENCER J. COX Lieutenant Governor

State of Utah Department of Commerce Division of Securities

FRANCINE A. GIANI Executive Director

THOMAS A. BRADY

Deputy Director

KEITH WOODWELL Director, Division of Securities

TO:

Money Management Council

FROM:

Michele Black, Division of Securities

RE:

Current List Certified Dealer

DATE:

October 29, 2015

The following is the list of Certified Dealers and Agent(s) effective October 29, 2015:

Barclays Capital Inc.

Agents:

Peter Bjurstein

555 California Street, 30th Floor

San Francisco, CA 94104

BNP Paribas Securities Corp.

Agents:

Kathleen Cooney

Amit Ashok Jogal

Alexandra Maria Linden

Robert McAndrew

Paul Thomas Montaquila

Anthony Hoan Pham

Kari Prichard

W. Hampton B. Smith Jr.

Dominic Aaron Wallace

787 Seventh Avenue

New York, NY 10019

2527 Camino Ramon San Ramon, CA 94583

787 Seventh Avenue

New York, NY 10019 2527 Camino Ramon

San Ramon, CA 94583

787 7th Avenue

New York, NY 10019

2527 Camino Ramon

San Ramon, CA 94583

DA Davidson & Co.

Agents:

Hank Jenkins

Marcus A. Nield

1550 Market Street Suite 300

Denver, CO 80202

7730 Union Park Avenue Suite 220

Midvale, UT 84047

Staci Salinas

George K. Baum & Company

Agents:

Susan P. Gardner

Joseph C. Higginbottom

Frederic H. Jones

Stephen L. Strong

Brett C. Turnbull

4801 Main Street, Suite 500

Kansas City, MO 64112

1400 Wewatta Street, Suite 800

Denver, CO 80202

15 West South Temple, #1090

Salt Lake City, UT 84101

4801 Main Street, Suite 500

Kansas City, MO 64112

Incapital LLC

Agents:

William H. Money III

299 South Main Street, Suite 1317

Salt Lake City, UT 84111

Jefferies LLC

Agents:

Andrew Davidoff

Thomas Lifson

11100 Santa Monica Boulevard

Los Angeles, CA 90025

101 California Street 31st Floor

San Francisco, CA 94111

LPL Financial LLC

Agents:

Craig P. Adams

Stephen H. Beierlein

Jordan Curtis

Timothy W. Floyd

Chad D. Waddoups

5929 South Fashion Pointe Drive, Suite 204

Ogden, UT 84403

5929 South Fashion Point Drive

Ogden, UT 84403

455 East 40th Street

South Ogden, UT 84403 123 South River Road

St. George, UT 84790

7181 South Campus View Drive

West Jordan, UT 84084

Morgan Stanley

Agents:

Cody Adams

Paul Barton

Deidre M. Cortney

Johnthomas L. Cumbow

60 East South Temple 20th Floor

Salt Lake City, UT 84111

6510 S. Millcreek Drive, Suite 100

Holladay, UT 84121

3033 East 1st Avenue, Suite 820

Denver, CO 80206

50 North Laura Street, Suite 2000

Jacksonville, FL 32202

Morgan Stanley cont.

Agents:

Douglas Felt

Phil Fonfara

John Hallgren

Thomas E. Nielson

John R. Ott

Brian Parcell

Angela Leach Pizzichini

Joseph A. Ranucci

F. Barton Reuling

Michael Wallblom

Kenneth Webster

60 E. South Temple

Salt Lake City, UT 84111

750 Lindaro Street

San Rafael, CA 94901

60 East South Temple

Salt Lake City, UT 84111

6510 S. Millrock Drive, Suite 100

Holladay, UT 84121

750 Lindaro Street

San Rafael, CA 94901

60 E. South Temple

Salt Lake City, UT 84111

3033 East 1st Avenue, Suite 820

Denver, CO 80206

50 North Laura Street, Suite 2000

Jacksonville, FL 32202

6510 S. Millrock Drive, Suite 100

Holladay, UT 84121

600 Union Street

Seattle, Wa 98101

6510 S. Millrock Drive, Suite 100

Holladay, UT 84121

Raymond James & Associates, Inc.

Agents:

Mark McKinnon

2825 East Cottonwood Parkway, Suite 500

Salt Lake City, UT 84124

RBC Capital Markets, LLC

Agents:

Eric Ajlouny

Scott Chappell

David Fahey

Walter Hall

Ronald N. Mason

Brent Peterson

Patrick Porter

345 California Street

San Francisco, CA 94104

299 S. Main Street Suite 2000

Salt Lake City, UT 84111-2280

44

345 California, 29th Floor

San Francisco, CA 94104

299 South Main Street, Suite 2000

Salt Lake City, UT 84111

805 SW Broadway, Suite 1800

Portland, OR 97205

299 South Main Street, Suite 2000

Salt Lake City, UT 84111

RBC Capital Markets, LLC cont.

Agents:

John Styrbicki

Sam Vetas

Michael Zetahmeyer

60 South 6th Street

Minneapolis, MN 55402

299 South Main Street, Suite 2000

Salt Lake City, UT 84111-2280

60 South 6th Street

Minneapolis, MN 55402

Robert W. Baird & Co. Incorporated

Agents:

Donald Eckstein

Dean R. Cottle

Cathleen Gillies

4017 Hillsboro Pike Suite 403

Nashville, TN 37215

222 South Main Street, Suite 1840

Salt Lake City, UT 84101

210 University Boulevard Suite 460

Denver, CO 80206

UBS Financial Services Inc.

Agents:

Barry B. Bowen

John Doke

Fred C. Luedke

Jim Madden **Nat Mosley**

John C. Pferdner

299 South Main, Suite 2100

Salt Lake City, UT 84111

100 Cresent Court, Suite 600

Dallas, TX 75201

100 Crescent Court, Suite 600

Dallas, TX 75201

299 South Main Suite 2100

Salt Lake City, UT 84111

Wells Fargo Advisors LLC

Agents:

R. Dane Bradshaw

Josh G. Burgon

Daniel Payne

David Payne Timothy Payne 6550 South Millrock Drive #G50

Holladay, UT 84121

201 South Main Street, Suite 160

Salt Lake City, UT 84101

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_	go Securities LLC	OOO Carriela Milatina Charact			
Agents:	Benjamin Byington	299 South Main Street			
	There are Designation	Salt Lake City, UT 84111			
	Thomas Degenaars	100 West Washington			
	-	Phoenix, AZ 85003			
	Brandon Hodge	299 South Main Street			
		Salt Lake City, UT 84111			
	Larry Lundberg	299 South Main Street			
		Salt Lake City, UT 84111			
	Daniel F. Quigley	550 South Tryon Street			
		Charlotte, NC 28202			
	Ryan Stoker	299 South Main Street			
		Salt Lake City, UT 84111			
	Randy Church	·			
Zions Ba	nk Capital Markets				
Agents:	Jacqueline Davies	One South Main Street, 17th Floor			
		Salt Lake City, UT 84133			
	Neil Decker	u			
	Wendy Jones	u			
	Brad Mayeda	u			
	Daniel Ricks	и			
	Ty Roberts	u			
	Kathy Sullivan	u			
Zions Dir	ect, Inc.				
Agents:	Jacqueline Davies	One South Main Street, 17th Floor			
		Salt Lake City, UT 84133			
	Neil Decker	u			

Wendy Jones Brad Mayeda Daniel Ricks Ty Roberts Kathy Sullivan Late D&I For June 30, 2015 As of 10/29/15

Lewiston City

East Garland Cemetery 6/11 Garland Cemetery 12/14

Utah League of Cities & Towns 12/13 Utah Municipal Finance Agency 6/14 Garden City Fire Dist. 12/14

Park City Education Foundation 2010 Weber School Dist Foundation 12/14

Tintic School Dist 6/13 Weber School Dist 12/14

Beaver Fire Dist #1 12/14
Fruitland Water Imp Dist 12/12
Gunlock SS Dist 121/14
North Fork SS Dist 12/14
North Sanpete Ambulance Service 6/13
Peoa Rec SS Dist 12/13
Pinon Forest SS Dist 12/14
Southwestern SS Dist 12/14
Summit Co Service Area #5 12/14
Timpanogos SS Dist 12/14
White Hills SS Dist 12/08

Cornish Town 12/14 Goshen Town 12/14

Utah College of Applied Tech12/14

American Fork Metro Water Dist 12/14 Box Elder Co Service Area #2 6/12 Perry City Flood Control 6/14 Bristlecone Water Imp Dist 6/12 Cache Co Drainage Dist #5 12/14 Cache County Drainage Dist #6 12/14 Corinne Drainage Dist#1 12/14 East Lewiston Drainage Dist #4 12/14 Elwood Drainage Dist 6/14
Iowa String Drainage Dist 12/14
Millard Co Drainage Dist #2 6/14
Millard County Drainage Dist #4 6/14
Millard Co Water Consv Dist 6/14
Powder Mtn Water/Sewer Improv Dist 6/14
Rush Valley Water Consv Dist 12/14
Upper Sevier River Wtr Cons Dist 12/14
Weber Co Service Area #5(Liberty Pk) 6/13

Spectrum Academy 12/14 Utah Virtual Academy 12/14 Vista School 12/14 Wasatch Institute of Technology 12/14

FIVE-YEAR NOTICE OF REVIEW AND STATEMENT OF CONTINUATION

-Agency Information

1. Agency:

Money Management Council - Administration

Room no.:

180

Building:

UTAH STATE CAPITOL COMPLEX

Street address 1:

350 N STATE ST

Street address 2:

City, state, zip:

SALT LAKE CITY UT 84114

Mailing address 1:

PO BOX 142315

Mailing address 2:

City, state, zip:

SALT LAKE CITY UT 84114-2315

Contact person(s):

Name: Phone:

one:

Fax:

E-mail:

Ann Pedroza 801-538-1883

801-538-1465

apedroza@utah.gov

(Interested persons may inspect this filing at the above address or at DAR during business hours)

-Rule Information-

DAR file no:

39818

Date filed: 10/09/2015 10:59 AM

State Admin Rule Filing Key:

156845

Utah Admin. Code ref. (R no.):

R 628 - 11 -

Title

2. Title of rule or section (catchline):

Maximum Amount of Uninsured Public Funds Allowed to be Held by Any Qualified Depository

Rule Provisions

3. A concise explanation of the particular statutory provisions under which the rule is enacted and how these provisions authorize or require the rule:

Section 51-7-18.1 of the Utah Money Management Act charges the council with determining by rule the amount of uninsured public funds a qualified depository may hold above the federal insured amount. This section describes that the council shall base the amount on the depository's capital and the amount may not be more than two times the depository's capital as defined in council rule.

Content Summary

4. A summary of written comments received during and since the last five-year review of the rule from interested persons supporting or opposing the rule:

There have been no written comments regarding this rule since the last five-year review.

Justification Information

5. A reasoned justification for continuation of the rule, including reasons why the agency disagrees with comments in opposition to the rule, if any:

This rule is used quarterly to update the maximum uninsured allotment amount for public treasurers depositing into qualified depositories. Without this rule, public entities could not utilize financial institutions. This rule needs

to be in place to allow the council to monitor the condition of financial institutions that hold public funds and protect public funds deposited in these institutions. Therefore, this rule should be continued.

-Indexing Information

6. Indexing information - keywords (maximum of four, in lower case, except for acronyms (e.g., "GRAMA") or proper nouns (e.g., "Medicaid")):

financial institutions

banking law

File Information

7. Attach an RTF document containing the text of this rule change (filename): There is a document associated with this rule filing.

To the Agency

Information requested on this form is required by Section 63G-3-305. Incomplete forms will be returned to the agency for completion, possibly delaying the effective date.

-Agency Authorization

Agency head or designee, and title:

Mark Watkins Chair, Money Management Council

Date (mm/dd/yyyy): 10/08/2015

R628. Money Management Council, Administration.

R628-11. Maximum Amount of Uninsured Public Funds Allowed to Be Held by Any Qualified Depository.

R628-11-1. Authority.

This rule is issued pursuant to Section 51-7-18.1.

R628-11-2. Scope.

This rule applies to all qualified depository institutions at which uninsured public funds may be held.

R628-11-3. Purpose.

This rule establishes a formula for determining the maximum amount of uninsured public funds that can safely be held by any qualified depository. The rule defines capital for each class of qualified depository institution, establishes a formula for calculating the maximum amount of uninsured public funds which can be held at a qualified depository institution, establishes a schedule for reduction of uninsured public deposits based on risk to public treasurers and establishes the frequency of public funds allotment adjustments.

R628-11-4. Definitions.

For the purposes of this rule:

A. "Tier one capital" means:

- (1) For a federally insured commercial bank, thrift institution, industrial loan corporation or a savings and loan association, the same as defined in the Federal Deposit Insurance Act in CFR Chapter III Section 325.2 or the Office of Thrift Supervision in CFR Chapter V Section 565.2;
- (2) For a federally insured credit union, the sum of undivided earnings, regular reserves, appropriations of undivided earnings referred to as "other reserves", and net income not already included in undivided earnings.
- B. "Deposits" means: balances due to persons having an account at the qualified depository institution whether in the form of a transaction account, savings account, share account, or certificate of deposit and repurchase agreements other than qualifying repurchase agreements.
- C. "Out of State" means: in reference to a depository institution or depository institution holding company, an institution or company whose home state is not Utah.
- D. "Maximum amount" means: the amount of deposits in excess of the federal deposit insurance limit.
- E. "Qualified depository" means: a Utah depository institution as defined in Subsection 7-1-103(36) or a out of state depository institution as defined in Subsection 7-1-103(25) which may conduct business in this state under Section 7-1-702, whose deposits are insured by an agency of the Federal Government and which has been certified by the Commissioner of Financial Institutions as having met the requirements to receive uninsured public funds.
- F. "Transaction account" means: a deposit, account, or other contractual arrangement in which a depositor, account holder, or other customer is permitted, directly or indirectly, to make withdrawals by check or other negotiable instrument, a payment order of withdrawal,

- a telephone transfer or other electronic transfer or by any other means or device to make payments or transfer to third persons. This term includes demand deposits, NOW accounts, savings deposits subject to automatic transfers, and share draft accounts.
- G. "Utah depository institution" means: a depository institution which is organized under the laws of, and whose home office is located in, this state or which is organized under the laws of the United States and whose home office is located in this state.

R628-11-5. General Rule.

A. Maximum Insured Public Funds

Any qualified depository may accept, receive, and hold deposits of public funds without limitation, if the total amount of deposits from each public treasurer does not exceed the applicable federal depository insurance limit.

- B. Maximum Deposits in Excess of the Federal Insurance Limits For Qualified Utah Depository Institutions
- (1) For all qualified Utah depository institutions which receive a qualified opinion issued by an independent certified public accountant upon completion of an annual audit performed in accordance with generally accepted auditing standards, and for all qualified Utah depository institutions which do not have an audit conducted by an independent certified public accountant, the maximum amount of uninsured public funds which may be held shall be according to the following schedule:

TABLE 1

to Total Assets	Uninsured Public Funds Allotment	
5.0% or more	One X Capital	L
4.00% to 4.99%	.5 X Capital	L
Less than 4.00%	None	

(2) A qualified Utah depository institution which receives an unqualified opinion issued by an independent certified public accountant upon completion of an annual audit performed in accordance with generally accepted auditing standards, may submit the audit report within 100 days of the date of the audit to the Department of Financial Institutions for review and the Commissioner of Financial Institutions must authorize that the ratios of Tier one capital to total assets applicable to the institution submitting the audit for determining the maximum amount of uninsured public funds allowed may be according to the following schedule:

TABLE 2

Ratio of Tier one Capital to Total Assets	Uninsured Public Funds Allotment		
5% or more	1.5	X	Capital
4.00% to 4.99%	.75	X	Capital
Less than 4.00%	None		-

C. A qualified out-of-state depository institution will be treated as a qualified Utah depository subject to all the provisions of this section in determining its uninsured public funds allotment except that the uninsured public funds allotment will be reduced by multiplying by a factor of total deposits outstanding at Utah branches of the institution divided by the total deposits at the institution. Nothing in R628-11 shall prohibit an out-of-state depository institution from qualifying as a permitted out-of-state depository in accordance with R628-10.

R628-11-6. Responsibility to Monitor Balances.

Deposits in qualified depositories which are limited by R628-11-5(B) to the amount of federal deposit insurance must be monitored on a daily basis to assure that no public treasurer has deposit balances in excess of the federal insurance limit. The public treasurer making deposits and the qualified depository accepting deposits shall both be responsible to assure that the depositor's combined balance of all accounts stays within the federal insurance limit.

R628-11-7. Collateralization of Excess Uninsured Public Funds.

Pursuant to Section 51-7-18.1(5), the Money Management Council may require a qualified depository to pledge collateral security for deposits of uninsured public funds which exceed the uninsured public funds allotment established by this rule. Any pledging of collateral security required by the Money Management Council shall be in accordance with the provisions of the Money Management Act and the rules of the Money Management Council.

R628-11-8. Frequency of Adjustment to the Uninsured Public Funds Allotment.

A. The uninsured public funds allotment for each qualified depository shall be established quarterly by the Council, based on the reports of condition filed with the Commissioner as of the close of the preceding quarter. The uninsured public funds allotments shall be established in accordance with the following:

TABLE 3

Report of As Of:	Condition	Effective of Allotme	
December	31	April	1
March	31	July	1
June	30	October	1
September	30	January	1

B. The Money Management Council may make interim adjustments in a qualified depository's uninsured public funds allotment if material changes in a qualified depository's financial condition have occurred or if there is a formal enforcement action by the federal or state regulator. These interim adjustments may include but are not limited to:

- (1) reducing a qualified depository's uninsured public funds allotment to the amount of public funds held by the institution at the time of the Council's review of either the formal enforcement action or the review of the material changes in the qualified depositories financial condition;
- (2) reducing a qualified depository's uninsured public funds allotment to zero if there is not sufficient collateral to cover uninsured public funds.
- C. Any qualified depository that becomes subject to a formal enforcement action by any federal regulator shall notify the Council within twenty-four hours of the publication of the action taken by a federal regulator. Failure of a qualified depository to comply with this requirement to notify the Council may result in action taken by the Council to require collateralization of uninsured public funds in accordance with Section 51-7-18.1(5) and Section R628-11-7.
- D. When a formal enforcement action has been modified or terminated by a federal regulator, the qualified depository shall notify the Council within twenty-four hours of the publication of the modification or termination of any action.

R628-11-9. Right to Petition the Council for Review.

A qualified depository may petition the Money Management Council in writing for review and reconsideration of its allotment within 10 business days of written notice of the establishment or modification of its uninsured public funds allotment. The Money Management Council shall rule on any petition for review and reconsideration at its next regularly scheduled meeting.

R628-11-10. Notification of Public Treasurers.

Within 10 business days of the close of each calendar quarter, the Money Management Council shall cause a list of qualified depository institutions and the currently effective uninsured public funds allotment to be prepared and mailed to all public treasurers.

KEY: financial institutions, banking law

Date of Enactment or Last Substantive Amendment: January 12, 2011

Notice of Continuation: October 12, 2010

Authorizing, and Implemented or Interpreted Law: 51-7-18.1(2)